"A great installment." – Comic Watch

the AMAZING SPIDER-MAN

ZEB WELLS
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TODD NAUCK
JOHN ROMITA JR.

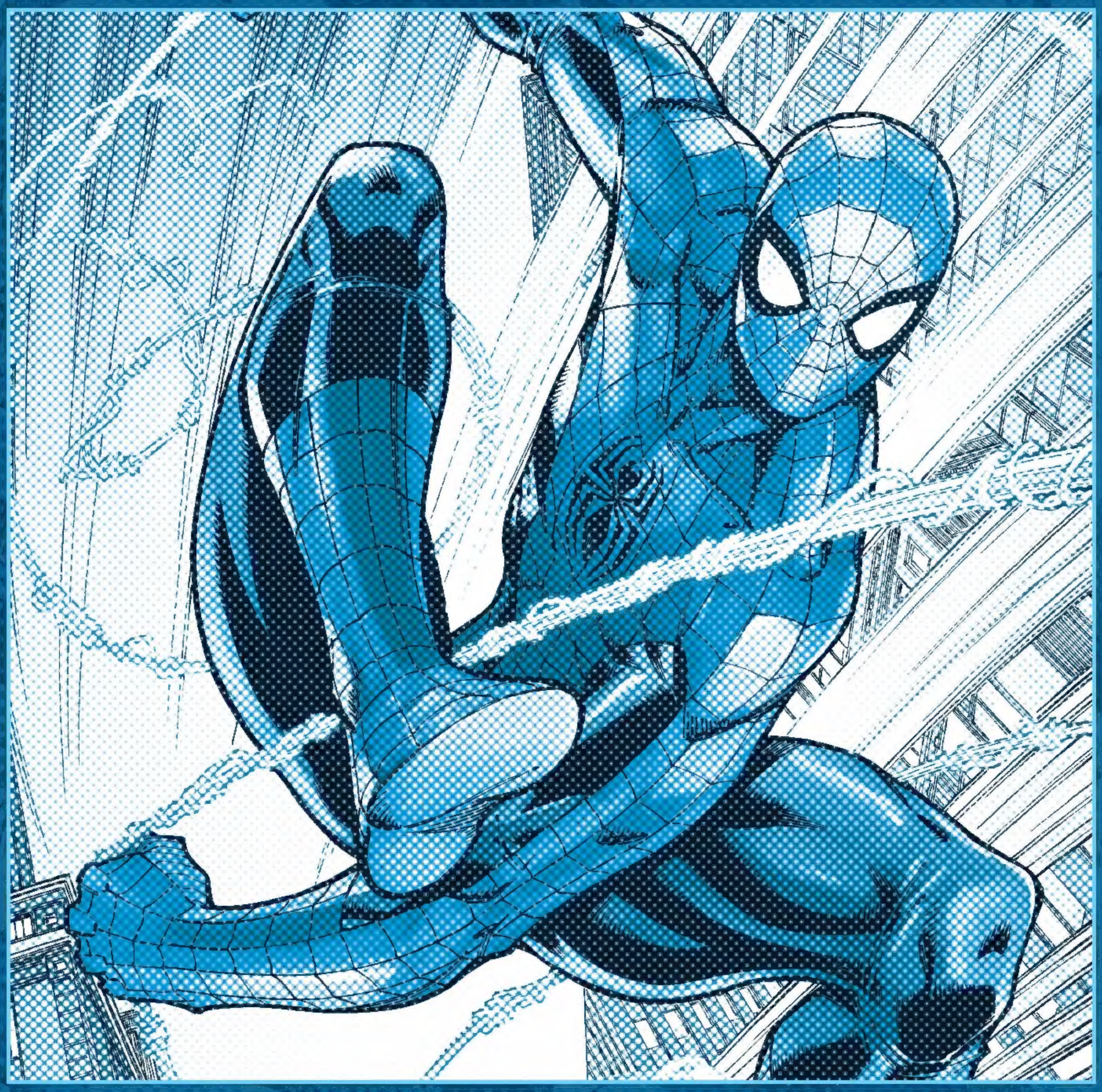
JR JR S. Hanna Mendo

BREATHE

MARVEL

the AMAZING SPIDER-MAN

Breathe



With the gang war at an end and the city safe once more for both civilians and super heroes, Spider-Man can finally focus on the people close to him. That includes ANNA WATSON, the aunt of his ex (and still good friend), MARY JANE. Anna was a recipient of Krakoan medicine, which had dramatically improved her health. Unfortunately, the anti-mutant organization ORCHIS hacked the drug to cause some who took them to go insane, including sweet, old Aunt Anna! Anna now resides in the RAVENCROFT INSTITUTE FOR THE CRIMINALLY INSANE among the worst criminals New York has ever seen.

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VOLUME 10

the AMAZING SPIDER-MAN

Breathe

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FREE COMIC BOOK DAY 2024:
ULTIMATE UNIVERSE/SPIDER-MAN
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STAN LEE & STEVE DITKO

THERE MUST ALSO COME GREAT RESPONSIBILITY

WHY ARE YOU LOOKING AT ME LIKE THAT?

BUT I *DID*. I WANTED TO KILL *EVERYONE*.

HUH...?

HEH. WHAT ARE YOU HAVING?

BENEDICTON

INSTITUTE FOR THE CRIMINALLY INSANE.

DINNER-TIME, *HIPPO.*

GRASS AND FRUIT! THANKS, SHAY! *YUMMY!*

YOU SURE CAN EAT A LOT.

SEVENTY-FIVE POUNDS A DAY!

SOUP'S ON, MR. HYDE.

WHO'S M-MR. HYDE? MY NAME'S *CALVIN.* WH-WHERE AM I?

I DIDN'T DO ANYTHING WRONG!

NICE TRY.

I'LL *TEAR* YOU IN HALF AND MAKE A STEW FROM THE *MEAT!*

THERE HE IS.

HOW CAN I CONVINCE YOU PEOPLE *I'M NOT DISTURBED?*

WE'VE GONE OVER THIS, PANDA-MANIA. YOU MAY HAVE TO STOP *DRESSING LIKE A PANDA.*

I WILL *DIE* FIRST.

SEE?

SAY WHAT YOU WILL ABOUT THE RAVENCROFT INSTITUTE...

...NO ONE'S HERE WHO DOESN'T ***NEED TO BE.***

COME ON, SHAY. LAST ONE. SHE'S NO SCARIER THAN THE REST OF THEM.

YOU CAN DO THIS.

I'VE GOT YOUR DINNER, MS. WATSON?

WELL, IF IT ISN'T ***NURSE MARKEN,*** THE ***PRISSIEST*** LITTLE ***PRISSY PANTS*** THAT EVER ***PRISSED.***

WELL, GUESS WHAT?!

YOU REALLY ***PRISS ME OFF!***

IF I WASN'T IN THIS JACKET, I'D RIP YOUR FACE OFF AND USE IT AS A ***DOILY!***

THE UGLIEST DOILY I'VE EVER SEEN!

THAT'S NOT YOU TALKING, MS. WATSON.

YOU KEEP TELLING YOURSELF THAT!

I ***WILL*** KEEP TELLING YOU THAT. UNTIL YOU UNDERSTAND WHAT HAPPENED TO YOU.

THE KRAKOAN MEDICINE YOU TOOK WAS TAINTED. IT'S ALTERED YOUR PERCEPTIONS.

BELIEVE ME, AS SOON AS THERE'S A CURE*...

...YOU'LL BE THE FIRST TO KNOW.

SPIDEY ACTUALLY HELPED DEVELOP THE CURE AS SEEN IN X-MEN #29 AND PROCURED AN ADVANCE DOSE! --KNOW-IT-ALL NICK

LATER.

WE'VE GOT TO BE QUICK IN CASE YOUR NURSE COMES BACK.

I KNOW THIS LOOKS SCARY, BUT I'M HERE TO HELP.

LIKE HELL YOU ARE! HIDING IN MY ROOM UNTIL YOU COULD GET ME *ALONE?!*

YOU'RE A *PERVERT!*

WHA--NO I'M NOT! I'M *SPIDER-MAN!*

I KNOW WHO YOU ARE!

MY *NIECE* HAD GOOGLY EYES FOR YOU! BUT SHE NEVER TOLD ME YOU WERE INTO *NEEDLES!*

DEGENERATE! JUNKIE!

THIS ISN'T FOR ME! IT'S A *CURE* FOR KDS!

KRAKOAN DERANGEMENT SYNDROME. --NICK

W-WAIT? Y-YOU'RE GOING TO STAB ME? W-WITH THAT?

P-PLEASE... I'M *SCARED!*

HEY... YOU DON'T HAVE TO BE *SCARED*, MS. WATSON.

YOU DON'T KNOW ME, BUT I'M HERE BECAUSE I *CARE* ABOUT YOU.

SO, SO MUCH.

I'M NOT GOING TO LET ANYTHING BAD HAPPEN.

N-NOT EVEN TO YOUR DUMB LITTLE HAND?

WHAT?

GRNCH

AAAAAAAAHHH!!

I'LL KILL YOU!

AAAHHHHH!!

I...

WHAT AM I SAYING?

I DON'T WANT TO KILL YOU.

THUNK

I'LL--

BUT I *DID*. I WANTED TO KILL *EVERYONE*.

WHAT HAPPENED TO ME?

WHAT HAVE I DONE?

YOU TRIED TO TREAT YOUR DEMENTIA WITH A NEW MEDICINE, IS ALL.

IT WASN'T YOUR FAULT IT HAD SOME... SIDE EFFECTS.

BUT IT'S OKAY. I'VE GIVEN YOU THE ANTIDOTE.

AND I'M GETTING YOU OUT OF HERE.

Y-YOU'RE BREAKING ME OUT?

I PROMISED YOUR NIECE I WOULDN'T LET YOU SPEND ONE MORE NIGHT IN HERE.

DON'T WORRY. MY BOSS HAS ***REALLY*** EXPENSIVE LAWYERS. THEY CAN SORT OUT THE DETAILS LATER.

DETAILS? I ***HURT*** PEOPLE. THAT'S WHY I'M HERE.

I CAN'T JUST ***LEAVE.***

ANNA, YOU'RE GOING TO WAKE UP TOMORROW SURROUNDED BY ***SUPER VILLAINS.***

LET ME SNAP THESE RESTRAINTS AND GET YOU OUT OF HERE. THIS IS THE KIND OF STUFF MY SPIDER-STRENGTH IS HERE FOR.

I...I CAN'T DO THAT.

I HAVE A DEBT TO SOCIETY, AND I HAVE TO PAY IT. I DON'T CARE IF IT SEEMS CRAZY...IT'S MY ***RESPONSIBILITY.***

Ugh.

SO ***THAT'S*** WHAT I SOUND LIKE.

"YOU LEFT HER THERE, THEN?"

OSCORP.

YES, THAT'S WHAT I'M SAYING. I TRIED TO *BREAK HER OUT*, BUT SHE WOULDN'T *BUDGE*.

THEN WE OWE MS. WATSON FOR SAVING US A LOT OF *TIME* AND *MONEY*. MY LAWYERS ARE *GOOD*, BUT THEY'RE NOT *SUPERHUMAN*.

THERE'S NOT A LEGAL TEAM ON THE PLANET THAT COULD MAKE FELONY *ESCAPE FROM CUSTODY* DISAPPEAR.

YES, OF COURSE.

ER...

THAT'S EXACTLY WHAT I TOLD HER.

GOOD.

I'LL HAVE MY TEAM PETITION FOR ANNA TO BE RE-EVALUATED. IT'S THE LEAST I CAN DO, HAVING ASSURED MARY JANE THE KRAKOAN MEDICINES WERE SAFE.

WELL, THAT AND WORKING WITH YOU TO DEVELOP A CURE--THOUGH THIS MIGHT HAVE BEEN EASIER HAD WE WAITED TO DELIVER THE ANTIDOTE THROUGH *OFFICIAL* CHANNELS.

I COULDN'T WAIT FOR THE X-MEN TO FIGURE OUT THE BEST DISPERSAL METHOD. I MADE A PROMISE TO MJ.

SHE'S COMING WITH ME TO CHECK ON ANNA THIS AFTERNOON, OF COURSE.

OF COURSE.

ARE YOU JOINING ME FOR LUNCH?

NO, ACTUALLY...

...THAT'S THE OTHER THING I NEED TO TALK TO YOU ABOUT.

I'VE REALLY APPRECIATED THE OPPORTUNITIES YOU'VE GIVEN ME, NORMAN.

BUT YOU HAVE A COMPANY TO RUN, AND NEW YORK NEEDS *MORE* SPIDER-MAN, NOT LESS...

IT JUST SEEMS LIKE WE'RE BEING PULLED IN DIFFERENT DIRECTIONS.

I'M...I'M TURNING IN MY RESIGNATION.

YOU'RE QUITTING?

IS THIS ABOUT MY ABSENCE DURING THE RECENT *GANG WAR?*

PETER, OSCORP COULD HAVE BEEN ATTACKED AT ANY MOMENT...I HAVE EMPLOYEES--

THIS IS ABOUT *WHAT YOU SAID.* THAT MY LIFE AS SPIDER-MAN WAS DAMAGING YOUR COMPANY.

THAT IF I WASN'T DOING OSCORP BUSINESS, I NEEDED TO LEAVE.

I... I SAID THAT?

YES.

WHEN YOU FOUND REK-RAP IN MY OFFICE?

...

RIGHT.

I REMEMBER.

I'M SORRY I WAS RUDE, PETER.

THOUGH I DOUBT ANYONE WOULD DO *SOMERSAULTS* IF THEY CAUGHT REK-RAP SITTING ON THEIR DESK.

HA. NO, I GUESS THEY WOULDN'T.

BUT YOUR POINT WAS WELL TAKEN. BEING PROACTIVE DURING THE GANG WAR FELT GOOD. AND WITH FISK'S LAW OFF THE BOOKS, I WANT TO BE OUT THERE AS SPIDER-MAN MORE THAN EVER.

IF I HAVE TO CHOOSE BETWEEN *THAT* AND *OSCORP*...

YOU *DON'T.* EVER.

STAY ON AT YOUR FULL SALARY. COME IN WHEN YOU CAN. IF I CAN SUPPORT YOU *AND* SPIDER-MAN, I WANT TO DO IT.

WOW, NORMAN.

YOU'RE SURE?

OF COURSE. HELL, I MIGHT EVEN JOIN YOU OUT THERE, NOW THAT BEING THE GOLD GOBLIN IS MEASURABLY *LESS ILLEGAL.*

NORMAN, I...

THANK YOU.

WHY ARE YOU LOOKING AT ME LIKE THAT?

BECAUSE YOU RESPONDED JUST LIKE THE NORMAN I HOPED YOU WERE.

FOR A WHILE THERE, I WAS SCARED YOU WERE TRYING TO GET RID OF ME.

NEVER, MY BOY.

I'LL WALK YOU TO THE CAFETERIA.

OH, I WAS HOPING YOU'D INTRODUCE ME TO YOUR PERSONAL CHEF...

NICE TRY.

OSCORP SUBCONTRACTOR AUTHORIZED.

WELCOME, CURTIS CONNORS.

AUTHORIZED PERSONNEL ONLY

THE HELL--

DOUG! WHAT ARE YOU DOING?!

DOCTOR CONNORS? I--I'M SHOWING KYLE MY NEW eBIKE.

THERE A PROBLEM?

THIS *FLOOR* IS A *DIGITAL CLEAN ROOM*. NO PHONES ALLOWED!

I'M IN AIRPLANE MODE!

I DON'T CARE!

OUR CONTRACT WITH OSCORP IS DEPENDENT ON THE CONSCIOUSNESS EMBEDDED IN THIS SILICON REMAINING *DORMANT*.

THE FLOW OF INFORMATION TO AND FROM THOSE SYNAPSES MUST REMAIN AT *ABSOLUTE ZERO*.

THE LIVING BRAIN IS THE WORLD'S MOST ADVANCED *THINKING COMPUTER*.

AND IF YOU WANT TO KEEP YOUR JOB...

...IT MUST NOT BE ALLOWED TO *THINK.*

RAVENCROFT.

FEELS GOOD TO SWING AROUND THE CITY A BIT. SEE IT REBUILDING AFTER MADAM MASQUE'S WAR.

MAYBE ENJOYED IT *TOO* MUCH, THOUGH. WAS SUPPOSED TO MEET MJ FIVE MINUTES AGO.

BUT NOW I HAVE TO FIND SOMEWHERE TO *CHANGE*...

...AWAY FROM PRYING EYES.

LOOK WHO IT IS...

MARY JANE?

Shhhh! IT'S JACKPOT WHILE I'M WORKING.

OH, RIGHT.

GEEZ, YOU'D THINK I'D BE BETTER AT THAT.

YOU SUPER-HEROED HERE TOO, *HUH?*

YEP. JUST OUT *FIGHTING CRIME.*

WELL, SAW AN ARGUMENT ON MY WAY OVER AND THOUGHT I SHOULD BREAK IT UP.

MIGHT HAVE BEEN OVERKILL--

WAS IT OVERKILL?

NO! ARE YOU *KIDDING* ME? THAT'S GREAT, MJ.

YOU'RE AWESOME.

...

ANYWAY, I GUESS WE SHOULD...

...YOU KNOW.

GOOD MORNING, RICHARD!

LOOKING GOOD, ANNA... AND CALL ME *THE HUMAN FLY!*

OH, DON'T BE SILLY.

OH, DAVID. LOOKS LIKE YOU'RE GONNA MISS LUNCH.

YOU GOT IT!

SAVE ME SOME PUDDING?

W-WERE YOU JUST TALKING TO *WHIRLWIND?*

HIS NAME IS *DAVID.* WHAT A NICE YOUNG MAN.

UH... WHIRLWIND IS NOT A *NICE YOUNG MAN.*

NOT EVERYONE HAD THE SAME OPPORTUNITIES YOU DID, PETER.

THAT'S SWEET, AUNT ANNA, BUT WE'RE WORRIED ABOUT YOU.

WE'D FEEL SO MUCH BETTER IF YOU WERE BACK HOME.

HONESTLY, I DON'T THINK THAT'S TOO FAR AWAY.

ANNA HAS MADE A *COMPLETE* TURN-AROUND. I'M TRYING TO GET HER OUT AS SOON AS POSSIBLE.

NURSE MARKEN IS SUCH A FANTASTIC YOUNG WOMAN. HELPING ME SO MUCH...EVEN AFTER I SAID ALL THOSE *TERRIBLE THINGS.*

AH, WHAT'S THREATENING TO RIP SOMEONE'S FACE OFF BETWEEN FRIENDS?

SHE...SHE *DID* THREATEN TO RIP MY FACE OFF. HOW DID YOU KNOW THAT?

ANNA? YOU TOLD HIM--?

OF COURSE NOT! I WISH *I* DIDN'T KNOW!

I...I THINK MARY JANE TOLD ME.

WHAT?!

OH. ARE YOU TWO A--?

NO!

THEY USED TO BE. BUT NOT ANYMORE.

WHICH ONE OF YOU MESSED IT UP AGAIN?

IT DOESN'T MATTER, AUNT ANNA.

THAT MEANS IT WAS HER.

ER...OW! STOMACH CRAMP!

I'M GONNA WALK THIS OFF...

...OVER HERE.

THE SANDMAN?

MR. PARKER? I WOULDN'T STRAY TOO FAR.

SORRY, I THINK I KNOW THAT GUY.

WILLIAM? WILLIAM BAKER?

HUH. THAT'S WHAT I *LIKE* TO BE CALLED.

CAN'T GET 'EM TO STOP CALLING ME FLINT MARKO. OR *THE SANDMAN.*

I KNOW YOU?

I'M A FRIEND OF A FRIEND.

A FRIEND WHO'S WORRIED ABOUT YOU.

YOU GET ARRESTED AGAIN?

I TURNED MYSELF IN.

I'VE BEEN TRYING TO GET MY LIFE BACK TOGETHER, BUT I STARTED GETTING *CONFUSED.*

BAD THINGS HAPPEN WHEN I GET CONFUSED.

LIKE... TURNING INTO A BEACH?

THAT HAPPENS SOMETIMES...

OKAY, A LOT OF TIMES, YEAH. BUT IT'S THE LEAST OF MY WORRIES.

SEE, BEING MADE OF SAND IS BEING MADE UP OF A BUNCH OF *LITTLE PARTS.*

SOME OF THOSE PARTS JUST WANT TO MAKE AN HONEST LIVING. SOME OF THOSE PARTS WANT TO DO *BAD THINGS.*

IT'S A LOT OF WORK TO KEEP THE BAD PARTS FROM WINNING.

SAY, HOW DID YOU KNOW I WAS A BEACH?

WHO WAS YOUR FRIEND AGAIN?

WELL, SINCE I'M TALKING TO *WILLIAM BAKER...*

...I'M ACTUALLY FRIENDS WITH SPIDER-MAN.

SPIDER-MAN?

SPIDER-MAN?!

LET ME OUT OF HERE! I'LL KILL 'IM!

WHAP

WHAP

WHAP

WHAP

AIEEEEE!!!

I--I'M OKAY. SORRY.

WH-WHAT WAS *THAT?!*

TH-THAT WAS ***FLINT MARKO.*** THE BAD PARTS.

SONIC INHIBITOR... KEEPS HIM AT BAY.

I'M GOOD NOW.

PETER, WE SHOULD PROBABLY...

LEAVE. NOW.

YEAH, OF COURSE...

WAIT!

YOU SAW HOW ANGRY HE GOT. HE'S STILL INSIDE ME.

HE WANTS OUT. WANTS TO DO BAD THINGS.

YOU SAW.

BUT YOU DID THE RIGHT THING, WILLIAM. YOU TURNED YOURSELF IN.

YOU'RE SAFE IN HERE. HE CAN'T GET OUT.

HE'S NOT THE ONLY ONE I'M WORRIED ABOUT.

I NEED YOU TO TELL YOUR FRIEND. TELL ***SPIDER-MAN.***

THEY WANT HIM OUT TOO.

"HE'LL KNOW WHO I MEAN."

MONSTERS YESTERDAY?

THE LIGHTS...

SOME OF RGE?

THE

JR. JR.

Hanna

JR!

WE'RE *INCOMPLETE* WITHOUT HIM.

LET HIM *ROT.*

THE FOOL TURNED HIMSELF IN.

YOU MISUNDERSTAND. HE'S AT *WAR* WITH HIMSELF.

WHEN THE BATTLE IS OVER, HE'LL BE *STRONGER* THAN EVER.

WHO TOLD YOU DOLTS THIS WAS A *DEBATE?!*

A MEMBER OF THE SINISTER SIX IS *INCARCERATED!* ONE OF YOU IS GOING TO *BREAK HIM OUT.*

THAT *EMPTY SEAT* IS AN *AFFRONT* TO ALL OF US.

THUNK

I HEAR YOU, DOC.

BREAK INTO RAVENCROFT. FRY ANYONE WHO GETS IN THE WAY. BRING *SANDMAN* HOME.

OH YEAH...

...AND HAVE *FUN* DOING IT.

THE EAST VILLAGE.

I SHOULD BE NERVOUS ABOUT TONIGHT.

101

I MEAN, I *AM*.

G

SANDMAN GAVE ME PLENTY OF REASON TO BE WHEN I RAN INTO HIM AT RAVENCROFT...

THE SINISTER SIX ARE COMING FOR ME. FIND SPIDER-MAN.

HE HAS TO STOP THEM.

SO, YEAH, I *SHOULD* BE NERVOUS ABOUT *WHAT* I'M WALKING INTO...

...INSTEAD OF *WHO* I'M WALKING INTO IT WITH.

THERE YOU ARE!

WHAT THE #$%& IS YOUR *PROBLEM*, PETER PARKER?!

M-MICHELE?

IN WHAT WORLD DO YOU THINK *SOMEONE LIKE YOU* GETS TO STAND UP *SOMEONE LIKE ME*?!

WH-WHAT?

YOU MADE A DATE WITH ME *TONIGHT*. REMEMBER?

I--I *DID*?

ARE YOU MESSING WITH ME?!

YOU *CALLED* ME, JERK!

NO I DIDN'T.

OUR DINNER WAS A *DISASTER*. AND EVEN IF IT WASN'T, YOU'RE LONNIE LINCOLN'S--*TOMB-STONE'S*-- LAWYER.

RIGHT. YOU SAID IT WAS A CONFLICT OF INTEREST THAT COULD PISS HIM OFF AND COST ME A CLIENT. YOU SAID YOU COULDN'T PASS IT UP.

W-WAS I *JOKING*?

DIDN'T SOUND LIKE IT.

TH-THEN WHY ARE YOU HERE?

I DON'T KNOW, IT WAS KIND OF HOT. *SUE ME.*

MICHELE, I'M SORRY. BUT YOU HAVE TO BELIEVE ME...

...I HAVE *NO IDEA* WHAT YOU'RE TALKING ABOUT.

OH MY GOD.

I SHOULD HAVE KNOWN...

YOU'RE A *COMPLETE PSYCHOPATH.*

AND NOT THE *FUN* KIND.

GOOD-BYE, PETER PARKER.

MICHELE...

WOW, PARKER.

I SEE YOU'VE STILL *GOT IT.*

HOW LONG HAVE YOU BEEN THERE?

THE *WHOLE TIME,* IF YOU WERE WONDERING.

SHE HAD BEEN THERE *THE WHOLE TIME.*

RAVENCROFT INSTITUTE FOR THE CRIMINALLY INSANE.

SO, YOU'RE DATING AGAIN?

I DIDN'T *THINK* SO... I ACTUALLY DON'T KNOW *WHAT* THAT WAS.

PETER, IT'S OKAY.

NO, I *KNOW* IT IS.

I MEAN, YOU WERE REALLY COOL ABOUT FELICIA.

WELL, *YEAH*. I WANT YOU TO BE *HAPPY*.

I KNOW. AND I WILL BE. I THINK.

BUT TO BE *HONEST*, IT'S TAKING A LITTLE LONGER THAN I THOUGHT IT WOULD.

YOU KNOW. *MOVING ON*.

THIS ISN'T WEIRD, IS IT? THE TWO OF US DOING THIS TOGETHER?

WHAT? NO!

WE'RE FIGHTING CRIME! IT'S *YOUR* LIFE NOW TOO. NOTHING WEIRD AT ALL. EXCEPT FOR THE COSTUMES. AND THE MADE-UP NAMES.

I DO KNOW.

I REALIZE IT DIDN'T LOOK THAT WAY TO YOU, BUT IT TOOK ME A *REALLY LONG* TIME TOO.

FOR WHAT IT'S WORTH.

SO, YEAH, *WEIRD*...BUT WITHIN TOLERANCE.

OKAY. GOOD.

YEAH...

ALL RIGHT, BREAK IT UP, YOU TWO *LOVE-BIRDS!*

SHAY MARKEN! THAT'S NOT FUNNY.

WE'RE FINISHING *PLANT THERAPY.*

YEAH, CAN'T YOU SEE ALL THE *REHABILITATION* GOING ON?

UH-HUH. IT'S ALMOST *LIGHTS OUT.*

WILLIAM GAVE ME THIS BEAUTIFUL *GERANIUM.*

YAY. LET'S CELEBRATE WITH A NICE, BORING NIGHT, OKAY?

BELIEVE ME...THAT'S ALL I WANT.

GOOD NIGHT, RICHARD.

GOOD NIGHT, DAVID.

GOOD NIGHT, AUNT ANNA!

ANNA WATSON. *EVERYBODY'S* AUNT.

ARE YOU RUNNING FOR *MAYOR* OF *RAVENCROFT?*

I'D VOTE FOR HER!

OH, COME NOW, HIPPO. I'D NEVER RUN AGAINST *YOU.*

HAVE A GREAT SLEEP, SWEETIE.

CRKKLE

ANNA... YOUR HAIR IS STANDING STRAIGHT U--

POP! POP!

GET DOWN!

OH MY!

POP! POP!

CRKK

THE LIGHTS...

SOME KIND OF SURGE?

POP! POP!

YEAH. AND I'M NO *DETECTIVE...*

...BUT I THINK IT HAS SOMETHING TO DO WITH *THAT.*

HA HA HA!

GOOD JOB ON THE BACKUP GENERATORS!

THE ONLY THING YOU IDIOTS BACKED UP WAS ME!

GAH!

THWP

HI, IT'S ME.

IN CASE YOU WANTED TO INSULT AN *ACTUAL PERSON* INSTEAD OF DUNKING ON *THE AIR.*

THAT'S *INSULATED* WEBBING, BY THE WAY.

THAT'S AN *OLD TRICK,* SPIDER-MAN.

AND *OTTO* TAUGHT ME SOME NEW ONES. LIKE USING ELECTRICITY TO *OVER-LOAD* THE MOTOR NEURONS IN MY MUSCLES.

GYARRRGHHH!

SHHHSZZZZ

ZZZAPPPPKK!

THAT'S EMBARRASSING.

MAY I?

PLEASE.

DING

DING

DING

WHAT'D YOU DIAL UP?

I NEVER KNOW UNTIL I GIVE IT A WHIRL.

YOU MIGHT WANT TO--

--S-STAY BACK, MR. HYDE.

RELAX. I DON'T HAVE TIME FOR A *SNACK.*

I-IS HE TALKING ABOUT US? ARE WE THE SNACK?

OH YEAH.

THE SYSTEM IS FRIED! IT'S A JAILBREAK!

LET'S MOVE!

WAIT! YOU CAN'T LEAVE JUST BECAUSE SOMETHING *WENT WRONG.*

IT'S NOT *RIGHT.*

I'M SORRY, ANNA...

...WE'RE THE *BAD GUYS...*

...THIS IS JUST HOW IT *WORKS.*

SLAM!

LOOK OUT!

DON'T WORRY...

...I GOT 'IM.

HAHA!

ANYONE EVER TELL YOU NOT TO STICK A *KNIFE* IN A *TOASTER*?!

CAREFUL!

OOF!

H-HE WAS GONNA SEND A...CURRENT.

THROUGH YOUR...ARMS.

THAT'S WHY I LET THEM GO.

OH. GOOD JOB, THEN.

...

WE SHOULD--

--GET BACK TO...

...ELECTRO?

I KNEW YOU'D COME FOR ME.

DON'T LOOK SO FROWNY FACED.

WHY CAN'T YOU ALL JUST *LEAVE ME ALONE?*

I'M TRYING TO GET BETTER.

COME ON, MARKO. CUT THE ACT.

I'M NOT *FLINT MARKO.*

I'M *WILLIAM BAKER.* AND I'M NOT LIKE YOU.

I'M NOT A CRIMINAL!

I DON'T HAVE TIME FOR THIS!

GUESS YOU'RE COMING BACK AS *MOLTEN GLASS.*

KRAK

GAAH!

GET AWAY FROM THAT MAN! HE'S *MY FRIEND!*

ANNA, PLEASE...

I...

...DO NOT...

...HAVE TIME...

WOOOOSH

...FOR THIS?

BACK OFF!

NOBODY FRIES ANNA.

WHAT WHIRLWIND SAID. HAVEN'T YOU HEARD? SHE'S THE MAYOR OF *RAVENCROFT.*

I DON'T GIVE A #$%& WHO THE #$%& SHE IS!

NOW I'M COOKING EVERYBODY!

GORK!

THUNK!

Ooh, I LIKE THIS ONE.

THE POWER OF A PINK *BOWLING BALL?*

YOU'RE *JADED.* SHUT UP.

WHO DO YOU THINK YOU ARE?!

THE HUMAN FLY.

ABOUT *THREE MONTHS* FROM GETTING PAROLED.

DON'T SCREW THIS UP FOR ME.

KRAK!

AH! SPIDER-MAN'S ATTACKING ME!

I'M NOT! I PROMISE!

THOOM

GUH!

SHOVE

NO, NO, NO, NO, NO...

NOW HIPPO CAN TELL ALL HIS FRIENDS HE *TEAMED UP* WITH *SPIDER-MAN.*

THAT'S INSULTING.

YOU KNOW WHAT? I'LL *TAKE* IT.

SO, YEAH, WE DIDN'T DO IT *PRETTY.* BUT WE SAVED THE DAY.

THE INMATES GAVE ANNA CREDIT FOR STOPPING THE ESCAPE, SO THEY LET HER COME HOME *EARLY.*

A LITTLE SOMETHING TO REMEMBER THEM BY.

SANDMAN IS SAFE TO CONTINUE HIS TREATMENT...

HOW ARE YOU DOING, WILLIAM? FLINT MARKO MAKING ANY NOISE IN YOUR HEAD TODAY?

NOT A PEEP ALL MORNING.

ELECTRO IS ON HIS WAY TO *THE RAFT.* APPARENTLY HE'S NOT *ANTISOCIAL* ENOUGH FOR RAVENCROFT.

YOU #$%&S LOOK LIKE GIANT #$%&S.

OUCH.

AGREE TO DISAGREE.

AND ME AND MJ? WELL...

WE MAKE A GOOD TEAM, PETER. I GUESS I SHOULDN'T BE SURPRISED.

MAYBE THAT'S A GOOD REASON TO DO IT AGAIN.

MAYBE.

AND MAYBE WITH WHERE WE'RE AT...

...IT'S A GOOD REASON *NOT* TO.

YEAH.

MAYBE.

...I GUESS NOT *EVERYTHING* CAN BE WRAPPED UP IN A NICE LITTLE BOW.

YOU DON'T HEAR FLINT AT ALL? THAT'S GREAT, RIGHT? WHY DO YOU LOOK SAD?

BECAUSE IT DOESN'T FEEL LIKE I ***BEAT*** HIM. IT JUST FEELS LIKE HE'S ***GONE.***

AAAH!

AND IF HE'S NOT HERE...

FFSSS...

...MAYBE I'M NOT EITHER.

Heh.

Heh HA HA HA!

ELECTRO THE BIGGEST COLLAR YOU'VE TRANSPO'D?

NAH. I MOVED CLETUS KASADY ONCE.

YOU DID *NOT.*

SCOUT'S HONOR.

MEDIC!

WHAT IS THIS? SOME KIND OF *SANDSTORM?* IN THE CITY?

OH NO...

AUNT ANNA? WHAT'S THE MATTER?

MY FLOWER POT...THE ONE I BROUGHT BACK FROM RAVENCROFT. IT'S *GONE.*

I HOPE IT DIDN'T FALL OFF THE LEDGE...

"...IT COULD REALLY HURT SOMEONE."

IT'S GOOD TO SEE YOU AGAIN, FLINT.

WHAT TOOK YOU SO LONG?

I HAD TO TAKE MATTERS INTO MY OWN HANDS.

ELECTRO WAS NO HELP.

YOU EVER HEARD OF A *DIVERSION*?!

UH-HUH.

WHAT'S NEXT?

I AM *SO GLAD* YOU ASKED...

WHY ARE YOU LOOKIN AT ME LIKE THA

BUT I *DID.* I WANTED TO KILL

MY SAID SEV

HUH...?

HEH. WHAT ARE YOU HAVING?

RED HOOK.

BLOOD AND BONES. BLOOD AND BONES...

P-PLEASE...

YOU ARE ONLY BLOOD AND BONES.

YOU HAVE THE WRONG GUY...

...I DON'T EVEN KNOW WHO YOU ARE.

BUT YOU KNOW THE MAYOR, MEAT.

AND THE MAYOR KNOWS MADELYNE PRYOR.

AND MADELYNE PRYOR HAS BEN REILLY.

SO...IF YOU WANT TO KEEP YOUR LUNGS...

...YOU WILL BRING THE MAYOR TO ME.

M-MAYOR CAGE IS A GOOD MAN...AND MY FRIEND.

I...

I WON'T DO IT.

THEN WE PLAY A GAME.

EENY, MEENY, MUTILATE MOE...

...TAKE A FINGER, TAKE A TOE!

P-PLEASE!

STOP!

BABE.

HUH?

IT'S OKAY. YOU CAN LET HIM GO.

I'M BACK.

BEN?

BEN!

I WASN'T GONNA HURT HIM--

--I DON'T THINK--

--I JUST WANTED THEM TO LET YOU OUT!

OH, BEN! YOU'RE *FREE!*

HOW--?!

IT'S A LONG STORY... BUT HERE I AM.

AND I FOUND SOMEONE WHO'S GOING TO FIX ME... *ONCE AND FOR ALL.*

THAT'S RIGHT...

YOU DIDN'T MISS **WEB OF SPIDER-MAN** LAST MONTH, DID YOU? --NATTERING NICK

...AND ALL YOU HAVE TO DO IS *KEEP AN OPEN MIND.*

DEAR GOD...

NOT *YOU.*

LOWER EAST SIDE.

Bollinger's

SO, LET ME GET THIS STRAIGHT, MJ...

YOU'RE *NOT* COMING TO THIS THING?

I DON'T KNOW WHAT THIS *THING* IS.

AUNT ANNA SET IT UP?

YEAH, SHE SAID SOMEONE FROM RAVENCROFT WANTED TO GO OVER A FEW DETAILS REGARDING HER RELEASE.

YOU REMEMBER HER NURSE, *SHAY*?

I'M MEETING HER IN A FEW SECONDS.

OSCORP

THAT'S WEIRD. WHY WOULDN'T I NEED TO BE THERE TOO? UNLESS--

YOU DON'T THINK...

OH NO.

OH NO...

HI, PETER.

HI... SHAY.

WHAT IS SHE WEARING?!

I'LL CALL YOU BACK.

DO YOU THINK IT'S A--?

GOODBYE, MARY JANE!

ROLLS UP TALKING TO AN EX ON A FIRST DATE.

NOT WHAT *I'D* DO.

OF COURSE IT'S A DATE.

LATER.

I'M SORRY. ANNA TOLD ME THIS WAS JUST ABOUT HER RELEASE FROM RAVENCROFT.

SHE TOLD ME THE SAME THING.

BUT YOU--

KNEW SHE WAS SETTING US UP.

YOU DIDN'T GET THAT?

I'M SORRY.

I'VE NEVER BEEN *FANTASTIC* AT THIS STUFF, BUT LATELY, I'VE FELT *ESPECIALLY* INCOMPETENT.

OSCORP

YOU KNOW WHAT? IT'S FINE.

DATING IS SUPPOSED TO BE HARD. IT CAN ACTUALLY BE KIND OF OFF-PUTTING IF SOMEONE IS *TOO* GOOD AT IT.

WELL THEN, THIS IS YOUR *LUCKY* DAY.

HEH.

WHAT ARE YOU HAVING?

LATER STILL...

--SO, FINALLY I JUST SAY, "LOOK, HIPPO HAS *CLEARLY* PUT ON WEIGHT AND PLANTMAN WON'T STOP CRYING. *WHAT IS GOING ON?!*"

OH NO...

UH-HUH! JOYSTICK CRACKED. TOLD ME EVERYTHING...

PLANTMAN SUMMONED AN *ARMY* OF LITTLE PLANT PEOPLE TO FREE HIM...BUT THEY WENT TO THE *WRONG CELL.*

HIPPO JUST *LAID ON HIS BACK* AND LET THEM FALL INTO HIS MOUTH. GOBBLED THEM UP FOR HOURS LIKE SOME KIND OF *ROMAN EMPEROR!*

THAT IS *HILARIOUS.*

I MEAN, I *THINK* IT IS.

THE PLANT PEOPLE WEREN'T *SENTIENT,* WERE THEY?

GOSH. I *HOPE* NOT.

YOU HAVE TO EXCUSE ME.. I WORK WITH *MURDERERS* AND *VILLAINS* ALL DAY.

IF I COULDN'T FIND THE HUMOR IN MY JOB, I WOULD GO CRAZY.

I...COMPLETELY UNDERSTAND.

WILL WE BE STAYING FOR DESSERT?

I THINK WE *WILL.*

ABSOLUTELY.

BOOP BOOP

ONE SEC.

OSCORP

FORGOT TO SILENCE MY--

BOOP BOOP

OH NO...

Betty

Peter, in trouble.

39 Avenue C.

I FOUND IT!

NEED SPIDER-MAN.

PETER?

I'M SORRY, I...

OSCORP

BOOP BOOP

Betty

Peter, in trouble.

39 Avenue C.

I FOUND IT!

NEED SPIDER-MAN.

MEN WITH GUNS!!!

I'VE GOT TO GO. I...

MY FRIEND'S IN TROUBLE.

OSCORP

OH. OKAY...

I... THIS IS--

THIS IS SOMETHING THAT HAPPENS. IT'S NOT PERSONAL! I MEAN--

I LIKE YOU A LOT!

SKIPPING DESSERT?

I GUESS SO.

IN THAT CASE.

GRUMBLE

BETTY.

WHAT HAVE YOU GOTTEN HERSELF INTO?

SHE'S BEEN LOOKING FOR A WAY TO CLEAR NED'S NAME AFTER THAT *HOBGOBLIN* MESS.

"NEED SPIDER-MAN."

WELL, BETTY...

...HERE HE COMES.

ALPHABET CITY.

ROOM'S CLEAR!

MINE TOO!

THAT MEANS SHE'S OUT OF PLACES TO HIDE!

CRASH

COME ON OUT!

#$%&! THE *WINDOW!*

I'LL CALL FOR MORE MEN.

SHE WON'T GET FAR.

IF WHAT KINGSLEY SAYS IS TRUE, IT'S GONNA BE HARD TO CONVINCE HER TO KEEP HER MOUTH SHUT.

THAT'S WHY WE'RE JUST GONNA *KILL HER,* YOU IDIOT.

WINDOW'S JAMMED.

AIN'T NOBODY WENT THROUGH THIS.

BOSS!

AIN'T THAT *EXCITING NEWS.*

COME HERE!

OH GOD...

DID YOU CALL THE COPS?!

ANSWER ME!

N-NO! I PROMISE!

YOU'RE *BETTY BRANT*, RIGHT? THE *BETTY* MR. KINGSLEY TOLD TO STOP DIGGING IN HIS BUSINESS?

THE *BETTY* WE ARE SUPPOSED TO GET *REAL MEAN* WITH IF SHE DOESN'T LISTEN?

OR DO I GOT THE WRONG *BETTY*?

THWAK

HUH?

GARK!

SMASH

WRONG BETTY.

HE'S BACK!

BACK?

THMP

THWANG

CRACK!

DON'T MAKE ME--

#$%&!

THMP

KRAK!

THAT WAS... WOW.

I REMEMBER YOU BEING *FUNNIER.*

YOU DON'T GET *JOKES* IF YOU POINT A GUN AT MY FRIEND'S FACE.

WAIT, DID YOU COME HERE *ALONE?*

A LEAD DROPPED IN MY LAP, AND I HAD TO MOVE *FAST.*

I FOUND THE THING THAT CAN GET MY HUSBAND OUT OF PRISON.

THE *WINKLER DEVICE.*

YOU SAID RODERICK KINGSLEY USED IT TO BRAINWASH *NED*... TURNED HIM INTO THE HOBGOBLIN! BUT THE POLICE NEVER FOUND IT.

I NEED IT TO PROVE HE'S INNOCENT.

AND YOU THINK ONE OF THESE GUYS KNOWS WHERE IT IS?

MAYBE I SHOULDN'T HAVE HIT THEM SO HARD.

N-NO, YOU DON'T *UNDERSTAND.*

I FOUND IT!

IT'S *HERE.*

OSCORP.

"A-ARE YOU SURE?"

OF COURSE *I'M SURE.* YOU'VE BEEN *SPAMMING* THE OSCORP *EMAIL SERVER* FOR *TWO HOURS.*

YOUR DEVICE IS *COMPROMISED* WITH *MALIGNANT CODE.*

W-WILL I GET IT BACK?

I WOULDN'T THINK SO, NO.

MAY I SUGGEST ENABLING *TWO-FACTOR AUTHENTICATION* IN THE FUTURE?

I--I *DID...*

DANG, DOUG! CONNORS TOLD US NOT TO USE THAT THING AROUND THE LIVING BRAIN.

ARE YOU GONNA TELL HIM?

ARE YOU KIDDING? HE'D *KILL ME.*

BESIDES, WHATEVER VIRUS I PICKED UP WAS SPAMMING *RESTAURANT PROMOTIONS...*

"DOES THAT SOUND LIKE A MASTER PLAN *THE LIVING BRAIN* WOULD COME UP WITH?"

COULD THIS HAVE SOMETHING TO DO WITH SPIDEY'S UPCOMING F.C.B.D. ADVENTURE? YOU DIDN'T HEAR IT FROM ME! --NICK THE NARC

YOU WEREN'T WRONG, BETTY...

...THAT'S THE WINKLER DEVICE ALL RIGHT.

YOU GO CALL THE POLICE.

I'M NOT LEAVING. I CAN'T RISK IT *DISAPPEARING* AGAIN.

I'LL MAKE SURE IT DOESN'T WALK OUT OF HERE.

GRRR

OH, *UH*-- SPIDER-MAN?

THERE'S A... *DOG.*

GRRRR...

IN WHAT WORLD IS THAT A *DOG?*

CAREFUL...

...THAT'S *MY GIRL* YOU'RE TALKING ABOUT.

B-BEN?

CHASM, THANKS TO YOU. AND YOU KNOW HALLOWS' EVE.

WHO'S YOUR FRIEND, SPIDER-MAN?

OH, THAT'S THE LOVE OF HIS LIFE...BETTY JANE.

OH, THAT'S NOT MY--

BRANT. HER NAME IS BETTY BRANT.

PRETTY SURE IT'S BETTY JANE.

BEN, YOU'RE CONFUSED.

YOU NEED HELP.

HELP IS EXACTLY WHY WE'RE HERE.

ON THE ADVICE OF OUR THERAPIST...

...Queen Goblin.

IF IT ISN'T *SPIDER-MAN.*

YOU'VE BEEN UP TO NO GOOD, HAVEN'T YOU?

I-IS THIS AS BAD AS IT LOOKS?

IF HISTORY IS A GUIDE... IT'S *EVEN WORSE.*

MONSTERS YESTERDAY?

THE LIGHTS...

SOME KIND OF SURGE?

Alex Maleev #45 VARIANT

WHY ARE YOU LOOKIN AT ME LIKE THA

BUT I *DID.* I WANTED TO KILL

MY SAID SEV

HUH...?

HEH. WHAT ARE YOU HAVING?

JB S.Hanna MO!

EARLIER.

AND HOW DOES THAT MAKE YOU *FEEL*, JANINE?

I GUESS...LIKE IT WAS ALL FOR *NOTHING.*

THAT EVEN AFTER EVERYTHING I'VE GIVEN UP--

--EVERYTHING WE'VE *BOTH* GIVEN UP--

--BEN IS STILL *MISSING* SOMETHING.

HIS MEMORIES?

YEAH. THOSE. BUT MAYBE ALSO... I DON'T KNOW.

HIS SOUL?

...

MAYBE.

IT'S OKAY, JANINE.

EVERYTHING WE SAY HERE IS *OKAY.*

WHAT IF I TOLD YOU THAT *EVERY* PART OF BEN, *EVERYTHING* HE'S LOST, COULD BE RETURNED TO HIM?

SEE? I TOLD YOU.

Y-YOU CAN DO THAT?

I CAN. AND I AM MORE THAN WILLING.

IF YOU CAN FIND A WAY TO LOOK PAST OUR... *COMPLICATED HISTORY.*

WE CAN DO THAT.

H-HOW DO WE MOVE FORWARD?

THAT'S WHERE THINGS GET *INTERESTING.*

YOU SEE, I HAPPEN TO BE IN POSSESSION OF A *MIRACULOUS MACHINE...*

NOW.

I'M SORRY, SPIDER-MAN. I'M GOING TO HAVE TO ASK YOU TO LEAVE.

THIS ROOM IS FOR PATIENTS ONLY.

IF WE'RE LEAVING, WE'RE TAKING THE *WINKLER DEVICE* WITH US--

I-IT'S THE ONLY THING THAT CAN CLEAR MY HUSBAND'S NAME!

--AND WAIT, SORRY... WHO IS CRAZY ENOUGH TO BE YOUR *PATIENT*?

RIGHT HERE. THAT'S ME.

DR. KAFKA IS GOING TO MAKE BEN WHOLE AGAIN. AND SHE NEEDS HER MACHINE TO MAKE IT HAPPEN.

HER MACHINE?

DID SHE STEAL IT FROM RODERICK KINGSLEY?

STEAL IT?

WHERE DID YOU GET THAT SILLY IDEA?

RODERICK KINGSLEY USED THE WINKLER DEVICE ON MY HUSBAND... BRAINWASHED HIM INTO THINKING HE WAS THE HOBGOBLIN.

AND WHO, MY SWEET LITTLE LAMB, DO YOU THINK BRAINWASHED KINGSLEY?

THE MACHINE IS MINE. IT ALWAYS HAS BEEN.

YOU...

IT WAS YOU.

EASY, BETTY...

YOU RUINED MY LIFE!

I SEE YOU'RE SUFFERING FROM *IRRATIONAL ANGER.* LUCKILY, IT CAN BE TREATED.

I KNOW IT'S FALLEN OUT OF FAVOR, BUT WHAT I FIND HELPS...

...IS A GOOD, OLD-FASHIONED LOBOTOMY.

THWP

THAT'S ENOUGH!

GRR

WE ARE *LEAVING* WITH THE *WINKLER DEVICE.*

I WON'T SAY IT AGAIN.

UNDERSTOOD, BOSS.

MIND IF I SNEAK IN THERE REAL QUICK BEFORE YOU GO?

WE CAME ALL THIS WAY. YOU UNDERSTAND.

JUST GONNA SLIDE BY YOU HERE REAL QUICK.

WOOP!

ALL RIGHT, DR. KAFKA.

TUNE ME UP!

BEN, DO YOU HAVE *ANY IDEA* WHAT THAT MACHINE DOES?!

I'M NOT GOING TO LET KAFKA *TURN YOU INTO A GOBLIN.*

LOOK HOW YOUR GROWTH *THREATENS* HIM, BEN. DO YOU SEE HOW *TOXIC* YOUR RELATIONSHIP IS?

EVE! BEN AND I NEED TO TAKE SOME SPACE.

WOULD YOU BE WILLING TO HELP US DO THAT?

I WOULD.

GOOD LUCK, BEN. I LOVE YOU.

WHY IS SHE PUTTING ON SPORTING EQUIPMENT?

MRAARRGHHHAGHHHH!!!

YOU DON'T WATCH MANY MOVIES, DO YOU?

MOVE, BETTY!

I'VE GOT TO GET YOU OUT OF HERE BEFORE--

SLICE MURDER MUTILATE DESTROY!

--WE HAVE NIGHTMARES FOR THE REST OF OUR LIVES!

GRASH!

LET'S MAKE MEAT TOGETHER!

OKAY, GROSS...

RUN, BETTY!

RU--UUURK!

YOU THINK YOU KNOW WHAT'S BEST FOR BEN?!

YOU ARE BLOOD AND BONES!

WHAM

NOTHING ELSE!

EEEEEEEEEEE!

REALLY SOLID OF YOU TO HELP ME OUT LIKE THIS, DR. KAFKA.

AND *PRO BONO!* WHICH, I THINK, MEANS FREE?

STILL, I HOPE I CAN REPAY YOU SOMEDAY.

ACTUALLY, BEN...I'D RATHER YOU DIDN'T.

YOU DO REMEMBER HOW I WAS REPAID THE *LAST* TIME I HELPED YOU? WHEN WE WERE BOTH WORKING AT *BEYOND?*

Hmmm...

DOESN'T RING A BELL, NO.

NO, I DON'T SUPPOSE IT WOULD.

BEYOND SCRUBBED THAT EVENT FROM YOUR MIND. IT WENT POORLY, YOU SEE. IT'S THE REASON YOU LOST THE *MEMORIES* YOU SHARED WITH *SPIDER-MAN.*

I TRIED TO *WARN* YOU ABOUT THOSE *BUTCHERS*, AND I WAS PUNISHED FOR IT.

TURNED INTO...*THIS.*

SO YOU SEE, IT IS *I* WHO OWE *YOU.*

CLAMP

CLAMP

AND THIS SHOULD JUST ABOUT SQUARE US.

Uh, JANINE?!

JANINE!

JANINE?! YOU HAVE TO STOP THIS!

LETTING KAFKA USE THE WINKLER DEVICE ON BEN IS MADNESS!

YOU LIE LIKE THE SACK OF BLOOD YOU ARE!

MADNESS IS TRYING TO STOP BEN FROM GETTING BETTER!

BETTER?! THAT MACHINE TURNED NED LEEDS INTO A GOBLIN!

HOW WILL IT MAKE BEN BETTER?!

YOU KNOW THE ANSWER IN YOUR GOOEY BRAINS!

YOU USED THE MACHINE LAST! THERE'S STILL A PIECE OF YOU IN IT! A PIECE THAT CAN MAKE BEN WHOLE!

KAFKA TOLD US!

SHUNK

I USED THE MACHINE LAST--?!

THAT'S NOT TRUE!

YOU LIE, GORE BAG!

I WAS STRAPPED INTO A MACHINE, MUCH LIKE THIS...AGAINST MY WILL.

CORRUPTED BY THE *SINS* OF *NORMAN OSBORN*... AGAINST MY WILL.

MADE A *GOBLIN*... AGAINST MY WILL.

ALL BECAUSE OF YOU.

JANINE! I HAVE NEVER USED THAT MACHINE IN MY LIFE!

I TOILED TO RID MYSELF OF HIS *SINS*, HOPING IT WOULD HEAL ME.

BUT I REMAIN *CONDEMNED.*

DO YOU SEE WHY *SOMEONE* MUST *PAY?*

SH-SHE TOLD US YOU'D SAY THAT!

SHE TOLD US NOT TO BELIEVE YOU!

WE ARE BOTH *CLONES*, BEN REILLY. WE KNOW HOW LITTLE OF US IS *TRULY OURS*. HOW PRECIOUS THOSE PIECES ARE.

THIS IS HOW IT FEELS TO HAVE THEM WASHED AWAY... BY THE *SINS* OF A *MADMAN.*

HNNNG!

ENOUGH!

IF YOU WON'T LISTEN TO HIM... *YOU BETTER LISTEN TO ME!*

CLOT YOUR TONGUE!

I WILL *NOT*... DO THAT.

THAT MACHINE DESTROYED MY HUSBAND'S LIFE... TOOK A FATHER AWAY FROM HIS *SON!*

THAT'S *WHAT IT DOES.* IT *DESTROYS!* IT CAN'T HEAL *ANYONE.* IF YOU LOVE BEN, YOU'LL HELP US GET HIM OUT OF IT. NOW.

WHY...

...WHY DO I BELIEVE YOU?

I DON'T KNOW...

...BUT I'M GLAD YOU DID!

KRACK

OOF!

WHOA!

GO GET THAT MACHINE!

Y-YEAH, I'M GOING!

YOU GET OUT OF HERE!

I WILL...

...JUST AS SOON AS I SAY MY PIECE.

TO ME?

WHAT BUSINESS DO WE HAVE WITH EACH OTHER?

A *LOT*, I BET. I'VE BEEN WHERE YOU ARE. I *LIVE* THERE, ACTUALLY.

IN LOVE WITH A MAN WHO'S DEFINED BY HIS DEMONS. GIVING EVERYTHING YOU HAVE TO SAVE HIM.

BE CAREFUL. YOU CAN SPEND SO MUCH TIME FIXING *HIM* THAT YOU LOSE *YOURSELF*. I SAY THAT BECAUSE MY NED... WELL...

TAKES ONE TO KNOW ONE, IS ALL I'LL SAY.

Huh.

GUESS *THAT'S* WHY I BELIEVED YOU.

GYYARR GHH HH!

DO YOU LIKE IT? THAT'S JUST A TASTE.

I HOPE YOU ENJOY THE *MAIN COURSE.*

SMASH!

SORRY, I SHOULD HAVE ASKED.

COOL IF I USE THIS?

P-PETER?

YOU'VE RUINED HIS TREATMENT!

YOU'RE THE ONE WHO NEEDS TREATMENT!

YOU'RE GOING BACK TO RAVENCROFT. NOW!

I WAS COLD AND DEAD THE LAST TIME YOU SENT ME THERE...

...AND THAT'S THE ONLY WAY I'M GOING BACK!

WHAT DO YOU WANT, KAFKA?!

FOR SOMEONE ELSE TO HOLD MY PAIN!

I CAN'T BELIEVE I'M SAYING THIS, BUT I DON'T KNOW WHOSE SIDE I'M ON.

OUR OWN, BEN...LIKE ALWAYS.

JANINE? KAFKA LIED TO US. SHE WANTED TO TURN ME INTO A GOBLIN.

I KNOW, BABY. I'M SORRY.

HOW ABOUT WE TURN YOU INTO A GHOST INSTEAD?

WHAT ABOUT THEM?

THAT'S JUST WHAT I WANT TO TALK ABOUT...

YOU HAD *NO RIGHT* TO GET IN MY WAY!

SOMEONE HAS TO PAY FOR WHAT WAS DONE TO ME.

HOW MANY *"SOMEONES"* WILL THERE BE?

NORMAN. BEN.

AND DON'T THINK I'VE FORGOTTEN WHAT YOU DID TO ME DURING THAT BUSINESS WITH *KRAVEN.*

LUCKY FOR YOU, I DON'T BELIEVE IN *REVENGE.*

SO NO MATTER *WHAT* THIS *LOOKS LIKE...*

...IT'S STRICTLY PROFESSIONAL!

I HOPE... YOU'RE HAPPY...

Y-YOU JUST SAVED A MAN...WH-WHO WANTS TO *KILL* YOU.

BEN NEEDS HELP. *REAL* HELP.

NOT YOUR LIES ABOUT ME AND THE WINKLER DEVICE.

*HA...I LIED ABOUT *MANY* THINGS...*

B-BUT N-NOT--

THUD

SPIDER-MAN? ARE YOU OKAY?

WHA--? OH YEAH. I THINK...

CALL THE POLICE. WE HAVE OUR EVIDENCE.

THE WINKLER DEVICE IS OURS.

WAIT... WHERE ARE BEN AND JANINE?

ACROSS TOWN.

WHAT'S THE MATTER, EVE?

YOU'RE AWFULLY QUIET.

IT'S YOUR MEMORIES, BEN. EVERYTHING WE'VE DONE TO GET THEM BACK. ALL THE PAIN WE'VE CAUSED.

AND IN THE END, ALL WE'RE CHASING IS THE PAST.

I WANT A FUTURE.

THOSE MEMORIES... THEY WERE MY--

THEY WERE ***PETER'S*** FORMATIVE YEARS. ALL THE LESSONS HE LEARNED.

THE WAY I ACT WITHOUT THEM...WHAT IF THAT'S WHO I AM?

WHAT IF I'M JUST BAD?

MAYBE YOU'RE BAD. MAYBE ***I'M*** BAD.

MAYBE WE'RE BOTH JUST ***SCARED*** AND ***HURTING.***

MAYBE THERE'S NO DIFFERENCE. I DON'T CARE ANYMORE...

...GOOD OR BAD, I JUST WANT TO BE US.

THAT'S ENOUGH, BEN.

IT'S ALWAYS BEEN ENOUGH.

I LOVE YOU, JANINE.

OH, BY THE WAY...

...THAT MACHINE SHOWED ME SOME TERRIBLE THINGS.

SPIDER-MAN IS IN A LOT OF TROUBLE.

ELSEWHERE.

I DON'T HAVE TO EXPLAIN WHO OUR ENEMY IS. HE'S BEATEN ALL OF US INDIVIDUALLY... SUBJUGATED US AS A TEAM.

AND NOW HE CALLS *OSCORP* HIS HOME, LIVING UNDER THE PROTECTION OF *NORMAN OSBORN.*

WE'VE WAITED *LONG ENOUGH.* IT'S TIME WE MADE OUR MOVE.

IF THE MOVE IS *REVENGE,* COUNT ME IN.

ME TOO. I'M STILL SMARTING FROM OUR LAST FIGHT.

WE ALL ARE.

WHICH RAISES THE QUESTION: WHAT WILL MAKE THIS BATTLE DIFFERENT?

LAST TIME, WE WERE *HUNTED.* NOW, WE ARE THE *HUNTERS.*

IT SOUNDS LIKE WE'RE IN AGREEMENT.

THE LIVING BRAIN MUST DIE!

AND TO DO IT...

...THE SINISTER SIX WILL BURN OSCORP TO THE GROUND.

The world has been draped in eternal night, ushering in the era of the vampires. Without fear of the sunrise, vampires across the globe have taken their place as the rightful apex predators of Earth and the never-ending feeding frenzy is on. The streets of New York City have descended into utter chaos as vampires hunt down its millions of citizens. Can Spider-Man make a difference, or is he just an amped-up juice box in the making?

UPPER EAST SIDE.

UZZO DELI GROCERY

CAPUZ

CRASH

RABBIT!

YO! WHERE YOU AT?!

HOW LONG IT TAKE YOU TO SHAKE DOWN A BODEGA?

YOU UP THERE?!

KAREEM?

YOU OKAY?

THIS GUY GIVING YOU TROUBLE?

OH, NO...

HE'S GIVEN ME SOMETHING MUCH...

...MUCH MORE.

SO, NEW YORK IS UNDER ATTACK...

...BY AN ARMY OF *BLOODTHIRSTY MONSTERS.*

VAMPIRES, IF YOU HAVEN'T GUESSED.

SOUNDS LIKE A *BAD NIGHT,* RIGHT?

BUT IF WE HUNKER DOWN, LOOK OUT FOR EACH OTHER, REFUSE TO GIVE UP, *THE SUNRISE* WILL SAVE US.

PROBLEM IS, THE *SUN* WAS SUPPOSED TO COME UP *FOUR HOURS AGO.*

SEE **BLOOD HUNT #1.** --NUDGING NICK

AND THAT MEANS THERE'RE A BUNCH OF *NEW YORKERS* WHO NEED *SOMETHING ELSE* TO SAVE THEM.

SO HERE I AM.

THIS IS THE KIND OF FIGHT THAT *FEELS GOOD.*

NO *TOUGH QUESTIONS* ABOUT WHO THE *BAD GUYS* ARE.

NO INTERNAL DEBATE OVER WHO'S *RIGHT* OR *WRONG.*

I'M FIGHTING *LITERAL MONSTERS.*

AND AN *ANGST-FREE DUSTUP* IS JUST WHAT I NEEDED.

BZZT BZZT

HSSSSS!

YEAH, YEAH. ONE SEC, I'M BUZZING HERE.

MJ'S SEEING TO THE AUNTS AND RANDY. SAID SHE'D TEXT IF ANYTHING WENT WRONG.

UNKNOWN NUMBER. NOT MJ...BUT SOUNDS LIKE A FRIEND?

Yo, Peter! I'm in trouble, man. Need Spider-Man 86th and 2nd Ave Life or death. Tell him it's ME!

86TH AND 2ND AVE. THAT'S ONLY...

...TWELVE BLOCKS AWAY.

NO SCREAMS. NO COMMOTION. JUST *QUIET.*

ON A NIGHT LIKE THIS... PROBABLY NOT A *GOOD* THING.

ONE W

YO!

HUH...?

YOU ACTUALLY CAME!

KAREEM?! YOU TEXTED PETER'S PHONE?!

YEAH!

B-BUT YOU SAID "IT'S ME!"

IT IS ME!

YOU ARE NOT AN "IT'S ME"!

HOW DID YOU GET HIS NUMBER?!

FROM THE *BOSS.* HE HAS IT IN CASE HE NEEDS TO GET AHOLD OF YOU. TO... YOU KNOW...

...KILL YOU.

OKAY, I'M OUT.

WAIT!

I NEED YOUR HELP, MAN. REALLY.

RABBIT'S IN TROUBLE.

WHITE RABBIT?

OH, THAT CHANGES *EVERYTHING!*

I DIDN'T REALIZE THIS WAS ABOUT THE WOMAN WHO ROUTINELY *TRIES TO STAB ME WITH A CARROT!*

C-COME ON, MAN. SOMETHING HAPPENED TO HER. IT'S BAD.

SHE NEEDS HELP.

ISN'T THAT *TOMBSTONE'S* PROBLEM?

YOU THINK I CALLED YOU FOR *FUN?!* THE WHOLE CITY'S GONE TO GROUND. I CAN'T EVEN GET AHOLD OF *HARLEM!*

SO YOU CALLED ME.

WELL, YEAH.

YOU PULLED ME OUT OF A BURNING CAR, AND YOU DIDN'T EVEN *KNOW* ME.

YOU'RE A HERO, MAN. YOU HELP PEOPLE. AND RABBIT NEEDS HELP.

IN ASM #895.

SIGH

WHADDA WE GOT?

FOLLOW ME.

GANKED THESE FROM A CONSTRUCTION SITE.

YOU'RE GONNA NEED 'EM.

WOODEN STAKES. THEY KILL VAMPIRES.

I'M AWARE.

WHITE RABBIT WAS SENT TO COLLECT FROM THIS BODEGA LAST... NIGHT? I THINK? IT'S HARD TO TELL.

BUT ONE OF THOSE THINGS GOT HER. SHE'S A BLOODSUCKER NOW.

WAIT, YOU WANT ME TO HELP RABBIT BY STAKING HER THROUGH THE HEART?

WHAT? NO, MAN!

THE VAMPIRE THAT GOT HER IS STILL IN THERE! YOU STAKE HIM THROUGH THE HEART AND ANYONE HE'S BIT TURNS BACK TO HUMAN.

THAT'S HOW IT WORKS. GOOGLE IT.

I KNOW HOW VAMPIRES WORK.

THEN WHAT ARE YOU WAITING FOR? YOU WANT HER INFECTING THE REST OF THE SYNDICATE? TOMBSTONE?

YOU'RE SURE THEY'RE BOTH STILL IN THERE?

ONE HUNDRED PERCENT.

GRR...

WAIT HERE.

HELLO?!

IT'S JUST ME! YOUR FRIENDLY NEIGHBORHOOD--

--VAMPIRE-SLAYING--

--SPIDER-MAN!

ANYONE HOME?!

WHAT THE--?

SQUEE

SQUEE

SQUEE

GYAAAAAH!

SQUEE

SQUEE

YO! YOU OKAY?

IT WAS JUST SOME RATS!

ALL THAT FOR SOME RATS?

MAYBE THEY WERE VAMPIRE RATS, I DON'T KNOW! SHUT UP!

WAIT, MY SPIDER-SENSE--

HSSSSSSSS!

ARGH!

LITTLE SPIDER. I CAN HEAR YOUR TASTY LITTLE HEART THUMPING AWAY.

DID YOU COME ALL THIS WAY JUST TO *QUENCH* ME?

I DID *NOT.*

WHA--?

GYAAA

WHA--?
STOP DOING THAT!
SHUT UP AND FEED ME!
SNAP SNAP
LOOK OUT!
HSSSSSSS!
I GOT 'ER!
BETRAYER!
STORAGE
IT'S FOR YOUR OWN GOOD, LORI!
STORAGE
I DON'T KNOW HOW LONG THIS WILL HOLD HER.
STO
WHAT ARE YOU WAITING FOR?!
APARTMENT 3B! GO!

KAREEM MUST REALLY BE ON EDGE TO THINK HE CAN *BARK ORDERS* AT *ME*. GUESS THIS MEANS A LOT TO HIM.

DIDN'T KNOW HE AND RABBIT WERE THAT CLOSE...

38

30

creeeeakkk

OF COURSE THE DOOR CREAKS.

38

IS THIS WHERE THE WALLS START BLEEDING?

LOOKS MORE LIKE THEY *THREW UP*...HALF-EATEN PACKAGES OF MEAT.

A MONSTER LIVES IN THIS PLACE, ALL RIGHT--

I HEAR YOU...

...CALLING ME A MONSTER.

HEARD ME? I DIDN'T SAY--

OH.

I...I MEAN, I ACTUALLY LIKE MONSTERS. I'M JUST HERE TO HAVE A NICE, PLEASANT TALK.

HOPE THIS VAMPIRE DOESN'T RUIN IT BY TRYING TO BITE ME.

GUESS THAT DIDN'T WORK.

AGGGGGG!

GAH!!

CH-CHNK

GET AWAY FROM ME!

CH-CHNK CH-CHNK

W-WHA--

GRRRR...

SOMEBODY GOT HERE BEFORE ME...

WHO CHAINED YOU UP?

I DID, YOU IDIOT! I--

WAIT... IS THAT--

IS THAT FOR ME?

ERRR...

THANK GOD.

JUST DO IT.

WH- WHAT?

I AM IN *HELL!*

KILL ME!

K-KILL YOU? I DON'T...

I--I DON'T...

WHAT HAPPENED HERE?

I WAS DOWNSTAIRS... GIVING A CUSTOMER HIS CHANGE. I REMEMBER HIS EYES. THEY WERE ***KIND.***

AND THEN HE WOULDN'T LET ME PULL MY HAND BACK. AND HIS EYES... I COULDN'T SEE THEM ANYMORE. THEY WERE ***BLACK*** AND ALL I SAW WERE ***TEETH.***

THEN HE WAS GONE AND I WAS HUNGRY. NEXT THING I KNEW, ***SHE*** WAS HERE.

THE GIRL WHO DRESSES LIKE A ***RABBIT*** AND TAKES HALF MY MONEY. AND I COULD HEAR THE BLOOD RUSHING THROUGH HER VEINS, AND THEN I WAS BITING HER.

I USED TO WISH ONE OF YOU WOULD COME WHEN SHE WAS TAKING MY MONEY. SO YOU WOULD STOP HER AND I COULD...STOP BEING AFRAID.

BUT YOU NEVER DID AND I BIT HER AND NOW YOU'RE HERE TO... TO...

JUST... JUST DO IT.

IT'S OKAY.

HEY.

I DON'T KNOW WHY I THOUGHT I COULD--

THIS ISN'T WHAT I DO, OKAY?

GET UP.

I KNOW PEOPLE. EXPERTS AT STUFF LIKE THIS.

I'M GONNA HELP YOU. *TRY*, AT LEAST.

THAT'S ALL WELL AND GOOD, SON. BUT I'VE BEEN PAYING ATTENTION.

I DON'T SEE MUCH *HELP* GOING ON *OUT THERE.*

I--I KNOW. BUT YOU'RE SAFE IN HERE.

I PROMISE.

GAK!

AIEEEEEEEEE!

NO!

WE GOT 'IM, SPIDEY. NICE WORK.

SORRY, PLAYBOY. I WAS RUNNING OUT OF TIME.

YOU DIDN'T HAVE TO DO THAT! HE DIDN'T WANT TO HURT ANYBODY!

WHEN I FOUND RABBIT, I DIDN'T EXACTLY GET AWAY *UNSCATHED.*

SHE BIT YOU...

WASN'T HONEST ABOUT *WHO* WE WERE SAVING TONIGHT.

SAVE?! WE DIDN'T SAVE ANYONE! HE'S *DEAD!*

I'M GONNA MAKE SURE YOU'RE *CHARGED* FOR THIS.

CH-CHARGED? FOR WHAT--

--KILLING A PILE OF DUST?!

KAREEM? WH-WHAT HAPPENED?

I DIDN'T HURT YOU, DID I?

IT'S OKAY, RABBIT. I TOOK CARE OF IT.

IT'S ALL GONNA BE OKAY.

THIS IS *WAR,* SPIDER-MAN.

NOBODY'S GONNA CARE ABOUT A FEW CASUALTIES.

WRONG.

I CARE.

I...

STOP IT...

STOP IT!

NO PARKING

HERE I AM AGAIN.

FIGHTING LITERAL MONSTERS.

BUT THIS TIME IS DIFFERENT.

I HIT THEM.

AGAIN AND AGAIN.

BUT IT DOES NOT FEEL *GOOD.*

WHO WERE THESE ***MONSTERS*** YESTERDAY?

WHAT TURNED THEM INTO THIS?

NEED TO FIND A WAY TO ***HELP.*** GET TO A LAB.

STOP THIS.

GRRRRRR...

I NEED TO...

GRRRRRR!

...NOT GET EATEN BY *THE LIZARD.*

TO BE CONTINUED IN
AMAZING SPIDER-MAN: BLOOD HUNT!

WHY ARE YOU LOOKING AT ME LIKE THAT?

BUT I *DID*. I WANTED TO KILL

MY SAID SEVE

Capulla 23 fco

HUH...?

HEH. WHAT ARE YOU HAVING?

AH HA HA HA HA!

WHAT A PRIVILEGE TO BE HUNTED BY THE *ORIGINAL GOBLIN.*

THOUGH I WISH YOU HAD WORN SOMETHING MORE *GREEN!*

I'M NOT HERE TO PLAY *DRESS-UP, GRAVE GOBLIN.*

YOU'RE THE LAST OF THE *INSIDIOUS SIX* UNACCOUNTED FOR...

...AND I'M IN THE MOOD FOR SOME *ACCOUNTING.*

THOOM THOOM THOOM

BOOM

GYAAAAAHH!!!

WE'RE TAKING A LITTLE TRIP TO THE *LIMBO EMBASSY.*

OOF!

MADELYNE PRYOR HAS A SPECIAL PLACE FOR YOU.

HEH... HEH HEH...

THEN GET ONE LAST LOOK AT ME. I KNOW THAT'S WHY YOU'RE HERE...

...I'M THE ONLY THING LEFT TO *REMIND YOU* OF WHAT YOU *USED TO BE!*

MAYBE...

...MAYBE NOT.

-GULP-

K-RAK!

MAYBE NOT...

Harlem.

WHAT HAPPENED?

IT WAS A STANDARD DEAL--OUR GUYS AND SOME MAFIOSOS.

"GRADE-A WEAPONS. THEY WEREN'T EVEN CHARGING. THEY CALLED IT A *TRIBUTE* TO THE NEW *KINGPIN* OF *CRIME*.

"EVERYTHING WAS GOING GREAT...

"...UNTIL *HE* SHOWED UP.

"THEY THOUGHT IT WAS A *BUST*, WHICH WOULD HAVE MADE *SENSE*...

"...BUT THEN THE JERK JUST *WAVED*.

"LIKE HE WAS YOUR *FRIEND*, MAKING SURE THE DEAL WENT OKAY.

"MAFIA GUYS GOT SPOOKED. DIDN'T GIVE GIVE US A CHANCE TO EXPLAIN."

SCREEEEEEEE

SO WE GOT THE GUNS.

I DIDN'T SAY THAT.

SPIDER-MAN WAITED UNTIL WE WERE ALONE...

"...AND THEN THINGS *POPPED OFF.*

BLAM BLAM BLAM

"HE TORE THROUGH OUR MEN.

"NOTHING *FRIENDLY* ABOUT IT.

"GUNS ARE AT THE BOTTOM OF THE EAST RIVER."

SPLASH

THE GUNS CAN BE REPLACED. BUT THAT'S NOT THE POINT.

IF PEOPLE THINK WE'RE WORKING WITH SPIDER-MAN, THERE'S NO WAY WE HOLD ON TO NEW YORK.

AND THAT'S *EXACTLY* WHAT HE WANTS.

HE MAY *THINK* THAT, BUT HE HAS NO IDEA WHAT I'LL DO TO KEEP THIS CITY.

LET 'IM KEEP ACTING CUTE. I'VE GOT BIG PLANS...

"...AND WHEN I'M DONE, THERE WON'T BE ANY *SPIDER-MAN* TO WORRY ABOUT.

MONSTERS YESTERDAY?

THE LIGHTS...

SOME KIND OF SURGE?

CARNERO SANCHEZ

Carmen Carnero & Alejandro Sánchez #45 VARIANT

WHY ARE YOU LOOKIN AT ME LIKE THA

BUT I *DID*. I WANTED TO KILL

FCBD 2024: ULTIMATE UNIVERSE/SPIDER-MAN

MY SAID SEV

HUH...?

HEH. WHAT ARE YOU HAVING?

♫ I'M CALZONE RATON FROM THE DOUGH CHATEAU! WHO NEEDS ROCK WHEN YOU CAN PIZZA ROLL? ♫

♫ BUFFALO MOZZARELLA, WE GOT ON THE KEYS! AND TOBY TOMATO PLAYS DRUMS OF CHEESE! ♫

♫ SO SIT RIGHT BACK AND STUFF YOUR FACE! ♫

♫ WHILE MARINA MARINARA SLAPS A MEAN BASS! ♫

THE DOUGH CHATEAU, PETER?

THIS IS THE FANCY RESTAURANT YOU SCORED A TABLE AT?

I--I DON'T KNOW WHAT HAPPENED, SHAY.

THE RESERVATION SAID BLACK TIE.

BZZZT

P-PARKERRRR...

NOW I CAN'T EVEN FIND THE WEBSITE.

TH-THAT GIANT RAT IS STARING AT YOU, PETER.

CORRUPTED CODE DETECTED. REBOOT REQUIRED.

REBOOT DENIED. FIRMWARE UPDATED.

TARGET IDENTIFIED!

ENGAGE PETER PARKER!

HERE COMES A MOZZARELLA STAMPEDE... GUARANTEED!

RUN, DADDY!

CRUNCH

BWAHAHAHAHAHA!

WHAP

WHAP

PETER, THIS DOESN'T FEEL SAFE...

PETER?!

STAMP-P-P-P-PEDE!

SORRY, PETER WAS BUSY...

...CALLING *ME.*

H-HE ABANDONED ME SO *HE COULD* **MAKE A PHONE CALL?!**

WH-WHAT? NO!

I MEAN, *YES,* BUT...

...

HE'S A HERO.

BEHIND YOU!

MY NAME'S TOBY TOMATO, AND I MAKE A GREAT PIE--

TWAK

PINK

--SO OPEN WIDE AND--

--GOOD SWEET HOLY LORD, MY EYE!

WHOA! SORRY.

AIEEEEEE!

SORRY!

I'M NOT SURE "SORRY" COVERS A DECAPITATION!

AAAAND THERE'S TWO.

POP

MAYBE YOU SHOULD ESCAPE NOW? PLEASE?!

GYARRRRGHHH!!!

OLE!

KRUNCH

T-TARGET IDENTIFIED.

P-PETER PARKER.

UH, YOU MUST BE MISTAKEN... GIANT RAT.

PETER PARKER'S GONE. I--I'M SPIDER-MAN.

TARGET IDENTIFIED!

TARGET IDENTIFIED!

WHAT IS WITH YOU?! WHY ARE YOU ATTACKING ME?!

N-NOT ATTACKING--

W-WARNING YOU--

WHRRRRRRRR

Y-YOU ARE HIS TARGET...

HE IS IN YOUR--

GZZZZZT.

WAIT, WHAT WERE YOU SAYING?!

HE IS IN MY *WHAT?!*

GHOOM

IT'S OKAY, SPIDER-MAN.

I'VE CUT THE POWER.

I GOT HERE AS SOON AS I COULD.

NORMAN?

HOW DID YOU KNOW--?

I.T. DETECTED A BREACH OF OUR SERVERS. A BAD ACTOR WAS SPOOFING EMAILS OF LOCAL RESTAURANTS.

IT APPEARS SOMEONE WAS TRYING TO LURE AN *OSCORP EMPLOYEE* INTO A *TRAP.*

PETER PARKER.

I'M AFRAID SO.

SPEAKING OF, IF YOU SEE PETER, WOULD YOU TELL HIM HIS *DATE* IS OUTSIDE?

SHE SEEMS... ANGRY.

SHAY!

DOUGH Chateau

ARE YOU OKAY?!

WHERE WERE YOU?!

I WENT TO GET HELP! I COULDN'T FIND MY WAY BACK IN!

YOU COULDN'T HAVE BROUGHT ME *WITH* YOU?! YOU LEFT ME *ALONE!*

I--IT ALL HAPPENED SO FAST--

YEAH, IT MUST HAVE BEEN *REAL* FAST...

"...FOR YOU TO OVERLOOK SOMETHING SO IMPORTANT."

THE MALIGNANT CODE IN THESE MACHINES IS IDENTICAL TO WHATEVER ATTACKED OUR SERVERS, MR. OSBORN.

SOMEONE IS TRYING AWFULLY HARD TO DELIVER A MESSAGE TO PETER PARKER.

WELL, THEN...

...IT LOOKS LIKE WE GOT HERE JUST IN TIME.

TO BE CONTINUED!

MONSTERS YESTERDAY?

THE LIGHTS...

SOME KIND OF SURGE?

Marcos Martin #46 PETER PARKERVERSE VARIANT

WHY ARE YOU LOOKING AT ME LIKE THAT?

BUT I *DID*. I WANTED TO KILL *EVERYONE*.

WHAT HAPPENED

THE AMAZING SPIDER-MAN

Michael Cho #46 VARIANT

HUH...?

Mark Brooks

#46 HEADSHOT VARIANT

Mark Brooks

#46 HEADSHOT SKETCH VARIANT

Greg Land & Frank D'Armata

#47 VARIANT

WHY ARE YOU LOOKING AT ME LIKE THAT?

BUT I *DID*. I WANTED TO KILL *EVERYONE*.

WHAT HAPPENED

MY SAID SEV

Peach Momoko *47 VARIANT

HUH...?

MONSTERS YESTERDAY?

THE LIGHTS...

SOME KIND OF SURGE?

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WHY ARE YOU LOOKING AT ME LIKE THAT?

BUT I *DID*. I WANTED TO KILL *EVERYONE*.

WHAT HAPPENED

MY SAID SEVE

Francesco Mobili #48 VARIANT

HUH...?

Peach Momoko

#48 VARIANT

Chris Samnee & Romulo Fajardo Jr.

#49 VARIANT

Lucas Werneck

#49 STORMBREAKERS VARIANT

WHY AR
YOU LOOK
AT ME LI
THAT?

BUT I *DID*.
I WANTED TO KILL
EVERYONE.

MY
SAID
SEV

Alex Maleev
WEB OF SPIDER-MAN #1 VARIANT

E.J. Su
WEB OF SPIDER-MAN #1 VARIANT

John Romita Jr., Scott Hanna & Marcio Menyz
WEB OF SPIDER-MAN #1 VARIANT

Greg Land, Jay Leisten & Frank D'Armata
WEB OF SPIDER-MAN #1 VARIANT

HUH...?

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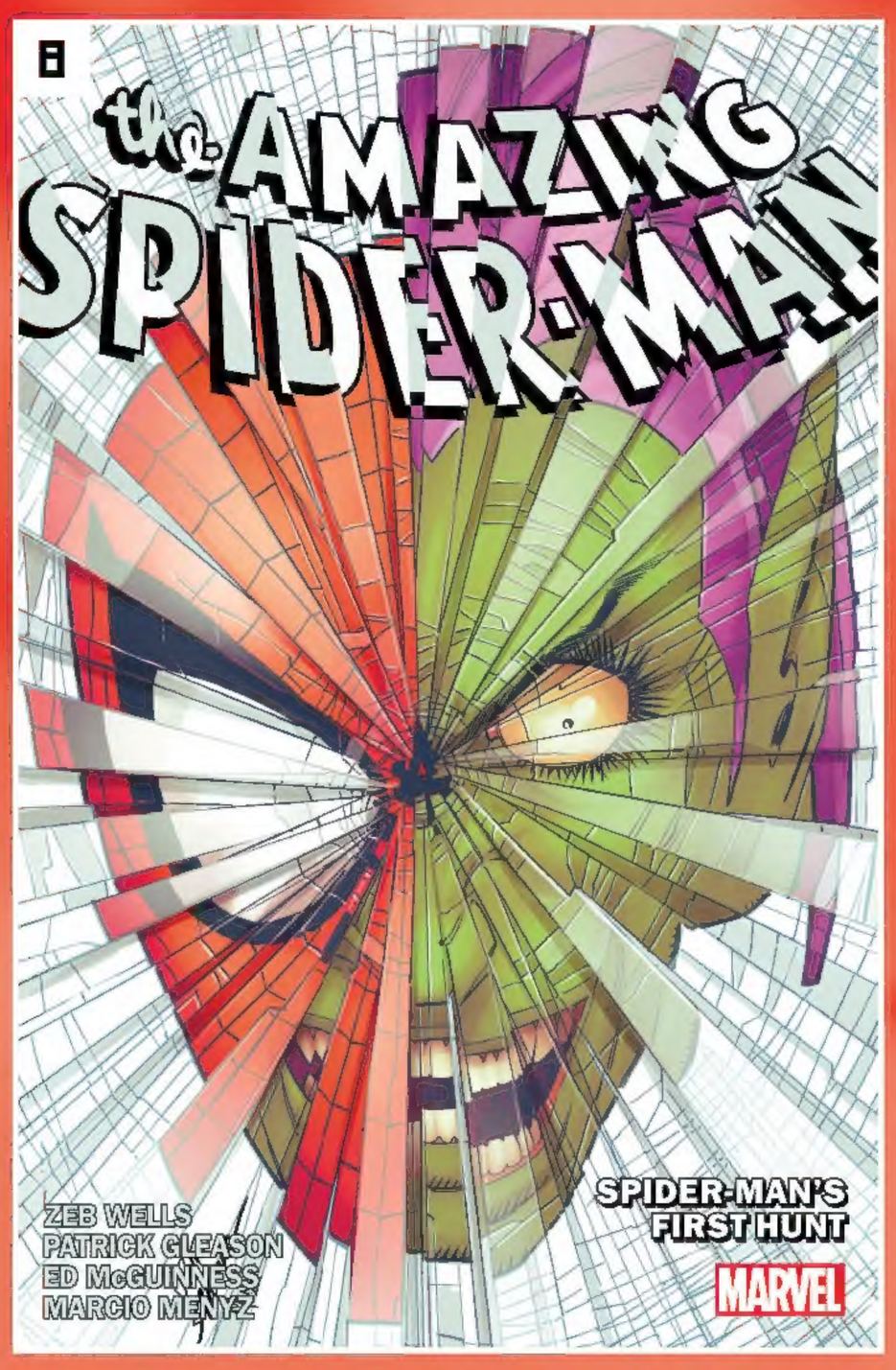

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